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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.

)
) **Chapter 11**
)
) **Case No. 18-23538 (RDD)**
)
) **(Jointly Administered)**
)

MOTION FOR ADMISSION TO PRACTICE, *PRO HAC VICE*

1. I, Russell R. Johnson III, a member in good standing of the bar in the State of Virginia and the United States District Courts for the Eastern and Western Districts of Virginia, the Eastern District of Michigan, and the Western District of Pennsylvania, the United States Bankruptcy Courts for the Eastern and Western Districts of Virginia, and the United States Courts of Appeals for the Fourth, Sixth and Eighth Circuits, request admission, *pro hac vice*, before this Court, to represent Appalachian Power Company, Indiana Michigan Power Company, Kentucky Power Company, Kingsport Power Company, Ohio Power Company, Public Service Company of Oklahoma and Southwestern Electric Power Company (collectively, “AEP”), Arizona Public Service Company, Baltimore Gas and Electric Company, Commonwealth Edison Company, PECO Energy Company, The Potomac Electric Power Company, Delmarva Power & Light Company, Atlantic City Electric Company, City of Ocala, Florida, Consolidated Edison Company of New York, Inc., Orange & Rockland Utilities, Virginia Electric and Power Company d/b/a Dominion Energy Virginia, The Dominion East Ohio Gas Company d/b/a Dominion East Ohio, Connecticut Light & Power Company, Public Service Company of New Hampshire, Yankee Gas Services Company, NStar Electric Company, Eastern Massachusetts, NStar Electric Company, Western Massachusetts, West Penn Power Company, Monongahela Power Company, Potomac Edison Company, Toledo Edison Company,

Metropolitan Edison Company, Jersey Central Power & Light Company, Pennsylvania Electric Company, The Cleveland Electric Illuminating Company, Ohio Edison Company, Pennsylvania Power Company, Florida Power & Light Company, Georgia Power Company, Boston Gas Company, Colonial Gas Company, KeySpan Energy Delivery Long Island, KeySpan Energy Delivery New York, Massachusetts Electric Company, Narragansett Electric Company, Niagara Mohawk Power Corporation, New York State Electric and Gas Corporation, Rochester Gas & Electric Corporation, Salt River Project, San Diego Gas and Electric Company, Southern California Gas Company, Sacramento Municipal Utility District, Southern California Edison Company, Tucson Electric Power Company, UNS Electric, Inc., UNS Gas, Inc. and Public Service Electric and Gas Company and any other utilities that retain me in the above-referenced, jointly-administered, Chapter 11 cases and any and all adversary proceedings and contested matters in which any of these utilities is or may become a party, pursuant to Rule 2090-1(b) of the Local Bankruptcy Rules for the Southern District of New York.

2. My address is: Russell R. Johnson III, Law Firm of Russell R. Johnson III, PLC, 2258 Wheatlands Drive, Manakin-Sabot, Virginia 23103.

3. My telephone number is (804) 749-8861.

4. My e-mail address is russell@russelljohnsonlawfirm.com

5. I have submitted the filing fee of \$200 with this motion for *pro hac vice* admission.

Dated: Manakin-Sabot, Virginia
December 21, 2018

By: /s/ Russell R. Johnson III
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York, Inc., Orange & Rockland Utilities, Virginia Electric
and Power Company d/b/a Dominion Energy Virginia, The
Dominion East Ohio Gas Company d/b/a Dominion East
Ohio, Connecticut Light & Power Company, Public Service
Company of New Hampshire, Yankee Gas Services
Company, NStar Electric Company, Eastern Massachusetts
and NStar Electric Company, Western Massachusetts, West
Penn Power Company, Monongahela Power Company,
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